

**STATE OF ILLINOIS
SECRETARY OF STATE
SECURITIES DEPARTMENT**

**IN THE MATTER OF: DS REALTY & CAPITAL
MARKETS, INCORPORATED.**

)
) **FILE NO. 0400359**
)
)

ORDER OF DENIAL

TO THE RESPONDENTS: DS Realty & Capital Markets, Incorporated
c/o Bruce Kevin Deakin, President
DS Realty & Capital Markets, Incorporated
111 West Huron Street, Suite 305
Chicago, Illinois 60610

DS Realty & Capital Markets, Incorporated
C/o Bruce Kevin Deakin, President
DS Realty & Capital Markets, Incorporated
2629 Garfield Avenue, S.E.
Albuquerque, New Mexico 87106

WHEREAS, a Summary Order of Denial was issued by the Secretary of State on July 29, 2004, which denied DS Realty & Capital Markets, Incorporated's (the "Respondent") application for registration as an investment advisor in the State of Illinois until further order from the Secretary of State.

WHEREAS, pursuant to Section 11.F of the Illinois Securities Law of 1953 [815 ILCS 5] (the "Act"), the failure to request a hearing within thirty (30) calendar days of the entry of a Summary Order shall constitute an admission of any facts alleged therein and constitute a sufficient basis to make the Summary Order final.

WHEREAS, the Respondent has failed to request a hearing on the matters contained in the Summary Order within thirty (30) calendar days of the entry of said Summary Order and the Respondent is hereby deemed to have admitted the facts alleged in the said Summary Order.

WHEREAS, the Secretary of State, by and through his duly authorized representative, has adopted the Findings of Fact contained in the Secretary of State's Findings of Fact as follows:

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1. That on March 15, 2004, the Respondent filed a Form U-4 application for registration as an investment adviser in the State of Illinois.
2. That Bruce Kevin Deakin ("Deakin") is the Chairman, President, and principal shareholder and controlling person of Respondent.
3. That on March 12, 2004, Respondent separately filed an application for Deakin to be its investment adviser representative.
4. That on Deakin's application Deakin disclosed that between March 1990 and September 1993, he was charged with/convicted of the following:
 - a. "McDonough County, Macomb Illinois 3/9/91 1 felony count of possession of a weapon by a felon 1 felony count of residential burglary convicted on both charges. Sentenced to 4 and 3 years in the Illinois Department of Corrections. Began 3/9/1991 released on parole 9/9/1992 released from parole 3/9/1992."
 - b. "McDonough County, Macomb Illinois, 06/01/1990 Sometime in first week of June 1990. 1 felony charge of deceptive practice by check. convicted in May 1991 to 3 years Illinois Department of Corrections. Including time served 18 months in IDOC and 6 months of parole complete in 3/1993."
 - c. "Jackson County, Murphysboro Illinois. 06/01/1990 sometime in first week of June 1990. all punishments complete 1 count of misdemeanor theft, 2 counts of felony forgery. Pled innocent. 02/11/1991 time served in February. Convicted/pled guilty on 1 count of misdemeanor theft. Convicted/pled guilty on 1 count of felony forgery. 1 count of forgery dropped. Sentenced to time served in Jackson County Jail on 2/11/1991, fined and released on 2 years probation. Fines paid in November 1992."
 - d. "Lake County, Waukegan Illinois. 01/17/1990 charged w/1 count of felony burglary to motor vehicle. 03/15/1990 felony burglary reduced to misdemeanor, sentence to probation. 3/15/1990."
5. That Section 8.E(1)(b) of the Act provides, inter alia, that the registration of an investment adviser may be denied if the Secretary of State finds that the principal officer, manager or any person who performs a similar function, of such applicant for investment adviser registration has engaged in any fraudulent business practice.


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6. That by virtue of the foregoing, the Respondent's registration as an investment adviser in the State of Illinois is subject to denial pursuant to Section 8.E(1)(b) of the Act.
7. That Section 8.E(1)(m) of the Act provides, inter alia, that the registration of an investment adviser may be denied if the Secretary of State finds that the principal officer, manager or any person who performs a similar function, of such applicant for investment adviser registration has conducted a continuing course of dealing of such nature as to demonstrate an inability to properly conduct the business of investment adviser.
8. That by virtue of the foregoing, the Respondent's registration as an investment adviser in the State of Illinois is subject to denial pursuant to Section 8.E(1)(m) of the Act.

NOW IT IS HEREBY ORDERED THAT: DS Realty & Capital Markets, Incorporated's application for registration as an investment advisor in the State of Illinois is DENIED.

ENTERED: This 29th day of September 2004.


JESSE WHITE
Secretary of State
State of Illinois

NOTICE: This is a final order subject to administrative review pursuant to the Administrative Review Law, [735 ILCS 5/3-101 et seq.] and the Rules and Regulations of the Act (14 Ill. Admin. Code, Ch. 1., Sec. 130.1123). Any action for judicial review must be commenced within thirty-five days from the date a copy of this Order is served upon the party seeking review.